

**OVERSIGHT BOARD TO THE FORMER  
COMMUNITY REDEVELOPMENT AGENCY  
OF THE CITY OF COMPTON  
STAFF REPORT**

**DATE: JUNE 17, 2015**

**TO: THE HONORABLE CHAIR AND BOARD MEMBERS**

**FROM: EXECUTIVE SECRETARY**

**SUBJECT: A RESOLUTION OF THE OVERSIGHT BOARD TO THE SUCCESSOR AGENCY TO THE COMMUNITY REDEVELOPMENT AGENCY OF THE CITY OF COMPTON APPROVING THE EXECUTION AND DELIVERY OF A HOUSING BONDS PROCEEDS FUNDING AGREEMENT BY AND BETWEEN THE SUCCESSOR AGENCY AND THE CITY OF COMPTON AND TAKING CERTAIN RELATED ACTIONS**

**SUMMARY**

It is recommended the Oversight Board adopt a resolution approving the Successor Agency's execution and delivery of a Housing Bonds Proceeds Funding Agreement by and between the Successor Agency and the City of Compton and taking certain related actions.

**BACKGROUND**

The former Community Redevelopment Agency of the City of Compton (the "Former Agency") issued Compton Redevelopment Project, Second Lien Tax Allocation Bonds (Housing), Series 2010A to finance low and moderate income housing activities. The Former Agency was dissolved pursuant to AB XI 26 and a Successor Agency was constituted. The unspent proceeds of the 2010A Bonds transferred to the control of the Successor Agency by operation of law, and there remains a balance in the Successor Agency's accounts of proceeds of the 2010A Bonds in the approximate amount of \$14,856,122 (the "Bond Proceeds"). Pursuant to the Dissolution Law, and subject to the approval of the Oversight Board and the State Department of Finance (the "DOF"), the Successor Agency and the City may enter into an agreement to provide for the transfer of unencumbered Bond Proceeds to the City, as Housing Successor, and for the City to use the Housing Bonds Proceeds in compliance with the bond covenants and applicable law (the "Housing Bonds Proceeds Funding Agreement").

**STATEMENT OF THE ISSUE**

Pursuant to AB XI 26 (enacted in June 2011), as modified by the California Supreme Court's decision in *California Redevelopment Association, et al. v. Ana Matosantos, et al.*, 53 Cal.4th 231(2011), the Former Agency was dissolved as of February 1, 2012. Pursuant to Health and

Safety Code Section 34175(b), the Housing Bonds Proceeds transferred to the control of the Successor Agency by operation of law.

The City Council of the City of Compton adopted Resolution No. 23,498 on February 12, 2012, electing for the City to retain the housing assets and housing functions previously performed by the Former Agency, as allowed by law, and thereby became the Housing Successor. The Housing Successor may designate the use of the Housing Bonds Proceeds, provided that such use is consistent with the bond covenants. The designation of the Housing Bonds Proceeds must be listed on a ROPS and the Housing Successor must provide notice to the Successor Agency regarding the designation of the Housing Bonds Proceeds.

The review by the Successor Agency, the Oversight Board and the DOF of the Housing Successor's designation of Housing Bonds Proceeds shall be limited to a determination that the designation is consistent with the bond covenants and that there are sufficient funds available therefor.

Based upon further review of the items included on ROPS 15-16A to be funded with Bond Proceeds, a determination was made not to include funding for all such items within the Agreement. Instead, the Agreement provides for the Successor Agency to transfer Bonds Proceeds to the Housing Successor pursuant to the Agreement in the aggregate amount of \$9,370,513. This amount is the total of the amounts included on ROPS 15-16A for Item Nos. 11, 12, 14, 20, 51, 53, 54, 55, 121, 167, 170 and 176. By letter dated April 17, 2015, the DOF approved the Oversight Board's Resolution No. 2015-005 with respect to \$9,370,513 to be transferred to the Housing Successor pursuant to the Agreement. The Successor Agency and Housing Successor will need to enter into one or more subsequent housing bonds proceeds funding agreements in the future, for inclusion on one or more future ROPS, to accomplish the transfer of the balance of the remaining Bond Proceeds to the Housing Successor not transferred pursuant to the proposed Agreement.

The Housing Successor shall use the Bond Proceeds solely for projects that are consistent with the bond covenants and applicable provisions of law and only in connection with projects for which the Housing Successor has determined that there are sufficient funds available. In order for the Bond Proceeds to be transferred to the City, the Oversight Board and DOF must approve the Housing Bonds Proceeds Funding Agreement. Bond Proceeds may then be transferred to the Housing Successor in July 2015 in an amount approved by the DOF.

In order for the Housing Bonds Proceeds to be transferred to the City, the Oversight Board and DOF must approve the Housing Bonds Proceeds Funding Agreement. Housing Bonds Proceeds may then be transferred to the Housing Authority in July 2015.

## **FISCAL IMPACT**

Assuming the DOF's approval of the Housing Bonds Proceeds Funding Agreement, the Successor Agency will transfer Housing Bonds Proceeds, in the amount approved by the DOF, to the City in July, 2015.

## **RECOMMENDATION**

That the Board adopts the attached resolution approving the execution and delivery of a Housing Bonds Proceeds Funding Agreement by and between the Successor Agency and the City of Compton and taking certain related actions.

**DR. KOFI SEFA-BOAKYE**  
**MANAGER**

**JOHNNY FORD**  
**EXECUTIVE SECRETARY**

**RESOLUTION NO. \_\_\_\_\_**

**A RESOLUTION OF THE OVERSIGHT BOARD TO THE SUCCESSOR AGENCY TO THE COMMUNITY REDEVELOPMENT AGENCY OF THE CITY OF COMPTON APPROVING THE EXECUTION AND DELIVERY OF A HOUSING BONDS PROCEEDS FUNDING AGREEMENT BY AND BETWEEN THE SUCCESSOR AGENCY AND THE CITY OF COMPTON AND TAKING CERTAIN RELATED ACTIONS**

**WHEREAS**, the former Community Redevelopment Agency of the City of Compton (the “Former Agency”) previously issued its Compton Redevelopment Project, Second Lien Tax Allocation Bonds (Housing), Series 2010A, in the principal amount of \$31,130,000 (the “2010A Bonds”);

**WHEREAS**, the 2010A Bonds were issued pursuant to a Master Trust Agreement, dated as of June 1, 1985, by and between the Former Agency and U.S. Bank National Association, as trustee, as previously amended and supplemented, and as amended by the Sixth Supplemental Trust Agreement, dated as of June 1, 2010 (collectively, the “Trust Agreement”);

**WHEREAS**, the 2010A Bonds were issued and sold to finance low and moderate income redevelopment housing activities with respect to the Compton Redevelopment Project (the “Project Area”);

**WHEREAS**, pursuant to AB X1 26 (which became effective in June 2011) and the California Supreme Court’s decision in *California Redevelopment Association, et al. v. Ana Matosantos, et al.*, 53 Cal. 4th 231 (2011), the Former Agency was dissolved as of February 1, 2012, and the Successor Agency was constituted, and an oversight board of the Successor Agency (the “Oversight Board”) was established. AB 1484 (which became effective in June 2012) amended and supplemented the provisions of AB X1 26;

**WHEREAS**, pursuant to Section 34175(b) of the California Health and Safety Code (“HSC”), all assets, properties, contracts, leases, books and records, buildings, and equipment of the Former Agency, including the unspent proceeds of the 2010A Bonds transferred to the control of the Successor Agency by operation of law. There remains a balance in the Successor Agency’s accounts of proceeds of the 2010A Bonds in the approximate amount of \$14,856,122 (the “Bond Proceeds”);

**WHEREAS**, pursuant to HSC Section 34176(a), the City Council of the City of Compton (the “City”) adopted Resolution No. 23,498 on February 12, 2012, electing for the City to retain the housing assets and housing functions previously performed by the Former Agency, as allowed by law, thereby becoming the Housing Successor;

**WHEREAS**, HSC Section 34176(g) provides that (i) the Housing Successor may designate the use of, and commit, the Bond Proceeds; provided that such use or commitment is consistent with the bond covenants, (ii) a designation or commitment must be listed on a recognized obligation repayment schedule (“ROPS”), (iii) the Housing Successor must provide notice to the Successor Agency regarding a designation or commitment before submitting the

ROPS to the Oversight Board, and (iv) review by the Successor Agency, the Oversight Board and the State Department of Finance (the "DOF") of the Housing Successor's designations and commitments shall be limited to a determination that the designations and commitments are consistent with bond covenants and that there are sufficient funds available therefor;

**WHEREAS**, pursuant to Resolution No. 24,084, adopted on February 3, 2015, the City Council of the City, acting in its capacity as the Housing Successor, requested the transfer of Bond Proceeds in the amount of \$14,856,122 to the Housing Successor to finance low and moderate income housing developments in the community and pursuant to Resolution No. 2015-005, adopted on March 3, 2015, the Oversight Board approved such transfer;

**WHEREAS**, the Successor Agency prepared and submitted to the Oversight Board and the DOF, ROPS 15-16A for the ROPS Period commencing July 1, 2015 (the "ROPS 15-16A Period") and by Resolution No. 2-15-05, adopted on March 3, 2015, the Oversight Board approved ROPS 15-16A. Included in ROPS 15-16A per various ROPS Items are designations of Bond Proceeds for affordable housing projects; and

**WHEREAS**, the Housing Successor and the Successor Agency desire to enter into a Housing Bonds Proceeds Funding Agreement (the "Agreement") to provide for the transfer of a portion of the Bond Proceeds in the aggregate amount of \$9,370,513 to the Housing Successor for Item Nos. 11, 12, 14, 20, 51, 53, 54, 55, 121, 167, 170 and 176 on ROPS 15-16A. Such amount is not required to satisfy enforceable obligations that have been approved in a ROPS. Notwithstanding anything to the contrary in City Council Resolution No. 24,084 or Oversight Board Resolution No. 2015-005, the Housing Successor may use such transferred Bond Proceeds for projects that are consistent with the covenants in the Trust Agreement and all applicable law and for which there are sufficient funds available therefor;

**WHEREAS**, the Oversight Board has received a copy of Resolution No. 52, adopted by the Board of Directors of the Successor Agency on June 3, 2015, requesting the Oversight Board to approve the execution and delivery by the Successor Agency of the Agreement;

**NOW, THEREFORE, THE OVERSIGHT BOARD TO THE SUCCESSOR AGENCY TO THE COMMUNITY REDEVELOPMENT AGENCY OF THE CITY OF COMPTON HEREBY FINDS, DETERMINES, RESOLVE AND ORDERS AS FOLLOWS:**

**SECTION 1.** The above recitals are true and correct and are a substantive part of this Resolution.

**SECTION 2.** This Oversight Board hereby approves the execution and delivery by the Successor Agency of the Agreement, substantially in the form attached hereto as Exhibit A.

**SECTION 3.** The members of this Oversight Board and the staff of the Successor Agency are hereby authorized, jointly and severally, to do all things which they may deem necessary or proper to effectuate the purposes of this Resolution and the Agreement.

**ADOPTED** this \_\_\_\_ day of \_\_\_\_\_, 2015.

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**CHAIRPERSON OF THE OVERSIGHT BOARD  
TO THE SUCCESSOR AGENCY TO THE  
COMMUNITY REDEVELOPMENT AGENCY  
OF THE CITY OF COMPTON**

**ATTEST:**

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**SECRETARY TO THE OVERSIGHT BOARD  
TO THE SUCCESSOR AGENCY TO THE  
COMMUNITY REDEVELOPMENT AGENCY  
OF THE CITY OF COMPTON**

STATE OF CALIFORNIA                    )  
COUNTY OF LOS ANGELES            ) SS  
CITY OF COMPTON                        )

I, \_\_\_\_\_, Secretary to the Oversight Board to the Successor Agency to the Community Redevelopment Agency of the City of Compton, hereby certify that the foregoing resolution was adopted by the Board, signed by the Chairperson, and attested by the Secretary at the \_\_\_\_\_ meeting thereof held on the \_\_\_\_ day of \_\_\_\_\_, 2015.

That said resolution was adopted by the following vote, to wit:

**AYES:**  
**NOES:**  
**ABSENT:**

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**SECRETARY TO THE OVERSIGHT BOARD  
TO THE SUCCESSOR AGENCY TO THE  
COMMUNITY REDEVELOPMENT AGENCY  
OF THE CITY OF COMPTON**

Exhibit A – Housing Bonds Proceeds Funding Agreement

**EXHIBIT A**

**HOUSING BONDS PROCEEDS FUNDING AGREEMENT**

**(in substantial final form)**

## HOUSING BONDS PROCEEDS FUNDING AGREEMENT

This HOUSING BONDS PROCEEDS FUNDING AGREEMENT (this “Agreement”), dated as of \_\_\_\_\_, 2015, is entered into by and between the City of Compton, in its capacity as the successor to the housing assets and functions of the former Community Redevelopment Agency of the City of Compton (the “Housing Successor”), and the Successor Agency to the Community Redevelopment Agency of the City of Compton (the “Successor Agency,” and together with the Housing Successor, the “Parties”).

### **RECITALS:**

A. The former Community Redevelopment Agency of the City of Compton (the “Former Agency”) previously issued its Compton Redevelopment Project, Second Lien Tax Allocation Bonds (Housing), Series 2010A, in the principal amount of \$31,130,000 (the “2010A Bonds”).

B. The 2010A Bonds were issued pursuant to a Master Trust Agreement, dated as of June 1, 1985, by and between the Former Agency and U.S. Bank National Association, as trustee, as previously amended and supplemented, and as amended by the Sixth Supplemental Trust Agreement, dated as of June 1, 2010 (collectively, the “Trust Agreement”).

C. The 2010A Bonds were issued and sold to finance low and moderate income redevelopment housing activities with respect to the Compton Redevelopment Project (the “Project Area”).

D. Pursuant to AB X1 26 (which became effective in June 2011) and the California Supreme Court’s decision in *California Redevelopment Association, et al. v. Ana Matosantos, et al.*, 53 Cal. 4th 231 (2011), the Former Agency was dissolved as of February 1, 2012, and the Successor Agency was constituted, and an oversight board of the Successor Agency (the “Oversight Board”) was established. AB 1484 (which became effective in June 2012) amended and supplemented the provisions of AB X1 26.

E. Pursuant to Section 34175(b) of the California Health and Safety Code (“HSC”), all assets, properties, contracts, leases, books and records, buildings, and equipment of the Former Agency, including the unspent proceeds of the 2010A Bonds transferred to the control of the Successor Agency by operation of law. There remains a balance in the Successor Agency’s accounts of proceeds of the 2010A Bonds in the approximate amount of \$14,856,122 (the “Bond Proceeds”).

F. Pursuant to HSC Section 34176(a), the City Council of the City of Compton (the “City”) adopted Resolution No. 23,498 on February 12, 2012, electing for the City to retain the housing assets and housing functions previously performed by the Former Agency, as allowed by law, thereby becoming the Housing Successor.

G. HSC Section 34176(g) provides that (i) the Housing Successor may designate the use of, and commit, the Bond Proceeds; provided that such use or commitment is consistent with the bond covenants, (ii) a designation or commitment must be listed on a recognized obligation



repayment schedule (“ROPS”), (iii) the Housing Successor must provide notice to the Successor Agency regarding a designation or commitment before submitting the ROPS to the Oversight Board, and (iv) review by the Successor Agency, the Oversight Board and the State Department of Finance (the “DOF”) of the Housing Successor’s designations and commitments shall be limited to a determination that the designations and commitments are consistent with bond covenants and that there are sufficient funds available therefor.

H. Pursuant to Resolution No. 24,084, adopted on February 3, 2015, the City Council of the City, acting in its capacity as the Housing Successor, requested the transfer of Bond Proceeds in the amount of \$14,856,122 to the Housing Successor to finance low and moderate income housing developments in the community and pursuant to Resolution No. 2015-005, adopted on March 3, 2015, the Oversight Board approved such transfer.

I. The Successor Agency prepared and submitted to the Oversight Board and the DOF, ROPS 15-16A for the ROPS Period commencing July 1, 2015 (the “ROPS 15-16A Period”) and by Resolution No. 2-15-05, adopted on March 3, 2015, the Oversight Board approved ROPS 15-16A. Included in ROPS 15-16A per various ROPS Items are designations of Bond Proceeds for affordable housing projects.

J. The Housing Successor and the Successor Agency desire to enter into this Agreement to provide for the transfer of a portion of the Bond Proceeds in the aggregate amount of \$9,370,513 to the Housing Successor corresponding to Item Nos. 11, 12, 14, 20, 51, 53, 54, 55, 121, 167, 170, and 176 on ROPS 15-16A. Such amount is not required to satisfy enforceable obligations that have been approved in ROPS. Notwithstanding anything to the contrary in City Council Resolution No. 24,084, Oversight Board Resolution No. 2015-005, or ROPS 15-16A, the Housing Successor may use such transferred Bond Proceeds for projects that are consistent with the covenants in the Trust Agreement and all applicable law, and for which there are sufficient funds available therefor.

K. Pursuant to Resolution No.\_\_\_\_, adopted on \_\_\_\_\_, 2015, the City Council, acting in its capacity as the Housing Successor, approved the execution and delivery of this Agreement. Pursuant to Resolution No. \_\_\_\_\_, adopted on \_\_\_\_\_, 2015, the Successor Agency approved the execution and delivery of this Agreement. By Resolution No. \_\_\_\_\_, adopted on \_\_\_\_\_, 2015, the Oversight Board approved the Successor Agency’s execution and delivery of this Agreement. Oversight Board Resolution No. \_\_\_\_\_ was approved [deemed approved] by the DOF pursuant to HSC Section 34179(h) on \_\_\_\_\_, 2015.

**NOW, THEREFORE, THE PARTIES DO HEREBY AGREE AS FOLLOWS:**

**Section 1.** At the commencement of the ROPS 15-16A period, or as soon thereafter as practical, the Successor Agency shall transfer to the Housing Successor Bond Proceeds in the aggregate amount approved by the DOF for ROPS 15-16A Item Nos. 11, 12, 14, 20, 51, 53, 54, 55, 121, 167, 170, and 176.

**Section 2.** Upon receipt of the Bond Proceeds pursuant to Section 1, the Housing Successor shall deposit such funds into the Low and Moderate Income Housing Asset Fund,

which fund has been established and is maintained by the Housing Successor pursuant to HSC Sections 34176 and 34176.1.

**Section 3.** The Housing Successor covenants that it shall use the Bond Proceeds received pursuant to Section 1 solely for projects that are consistent with the covenants in the Trust Agreement and all applicable law, and for which there are sufficient funds available therefor.

**Section 4.** Each Party shall maintain books and records regarding its duties pursuant to this Agreement. Such books and records shall be available for inspection by the officers and agents of the other Party at all reasonable times.

**Section 5.** The Parties agree to take all appropriate steps and execute any documents which may reasonably be necessary or convenient to implement the intent of this Agreement.

**Section 6.** This Agreement may be amended from time to time by written instrument executed by both Parties.

**Section 7.** No official, agent, or employee of the Successor Agency or the City (whether or not acting in its capacity as the Housing Successor), or members of the City Council, or members of the Successor Agency Board of Directors or Oversight Board shall be individually or personally liable for any payment hereunder in the event of any default or breach by the Successor Agency or the Housing Successor, or for any amount which may otherwise become due to the Housing Successor or Successor Agency, or successor thereto, or on any obligations under the terms of this Agreement.

**Section 8.** This Agreement is made in the State of California under the Constitution and laws of the State of California, and is to be so construed.

[Signatures on next page]

IN WITNESS WHEREOF, the Parties have caused this Agreement to be executed by their duly authorized officers.

**SUCCESSOR AGENCY TO THE  
COMMUNITY REDEVELOPMENT AGENCY  
OF THE CITY OF COMPTON**

By \_\_\_\_\_  
Executive Director

ATTEST:

\_\_\_\_\_  
Secretary

**CITY OF COMPTON, as Housing Successor**

By \_\_\_\_\_  
Mayor

ATTEST:

\_\_\_\_\_  
City Clerk

APPROVED:

**OVERSIGHT BOARD OF THE  
SUCCESSOR AGENCY TO THE  
COMMUNITY REDEVELOPMENT  
AGENCY OF THE CITY OF COMPTON**

By \_\_\_\_\_  
Chair

Date: \_\_\_\_\_

**A RESOLUTION OF THE BOARD OF DIRECTORS OF THE SUCCESSOR AGENCY TO THE COMMUNITY REDEVELOPMENT AGENCY OF THE CITY OF COMPTON APPROVING THE EXECUTION AND DELIVERY OF A HOUSING BONDS PROCEEDS FUNDING AGREEMENT BETWEEN THE SUCCESSOR AGENCY AND THE CITY OF COMPTON, ACTING IN THE CAPACITY OF THE HOUSING SUCCESSOR AND TAKING CERTAIN RELATED ACTIONS**

**WHEREAS**, the former Community Redevelopment Agency of the City of Compton (the "Former Agency") previously issued its Compton Redevelopment Project, Second Lien Tax Allocation Bonds (Housing), Series 2010A, in the principal amount of \$31,130,000 (the "2010A Bonds"); and

**WHEREAS**, the 2010A Bonds were issued pursuant to a Master Trust Agreement, dated as of June 1, 1985, by and between the Former Agency and U.S. Bank National Association, as trustee, as previously amended and supplemented, and as amended by the Sixth Supplemental Trust Agreement, dated as of June 1, 2010 (collectively, the "Trust Agreement"); and

**WHEREAS**, the 2010A Bonds were issued and sold to finance low and moderate income redevelopment housing activities with respect to the Compton Redevelopment Project (the "Project Area"); and

**WHEREAS**, pursuant to AB X1 26 (which became effective in June 2011) and the California Supreme Court's decision in *California Redevelopment Association, et al. v. Ana Matosantos, et al.*, 53 Cal. 4th 231 (2011), the Former Agency was dissolved as of February 1, 2012, and the Successor Agency to the Community Redevelopment Agency of the City of Compton ("Successor Agency") was constituted, and an oversight board of the Successor Agency (the "Oversight Board") was established. AB 1484 (which became effective in June 2012) amended and supplemented the provisions of AB X1 26; and

**WHEREAS**, pursuant to Section 34175(b) of the California Health and Safety Code ("HSC"), all assets, properties, contracts, leases, books and records, buildings, and equipment of the Former Agency, including the unspent proceeds of the 2010A Bonds transferred to the control of the Successor Agency by operation of law. There remains a balance in the Successor Agency's accounts of proceeds of the 2010A Bonds in the approximate amount of \$14,856,122 (the "Bond Proceeds"); and

**WHEREAS**, pursuant to HSC Section 34176(a), the City Council of the City of Compton (the "City") adopted Resolution No. 23,498 on February 12, 2012, electing for the City to retain the housing assets and housing functions previously performed by the Former Agency, as allowed by law, thereby becoming the Housing Successor; and

**WHEREAS**, HSC Section 34176(g) provides that (i) the Housing Successor may designate the use of, and commit, the Bond Proceeds; provided that such use or commitment is consistent with the bond covenants, (ii) a designation or commitment must be listed on a recognized obligation repayment schedule ("ROPS"), (iii) the Housing Successor must provide notice to the Successor Agency regarding a designation or commitment before submitting the ROPS to the Oversight Board, and (iv) review by the Successor Agency, the Oversight Board and the State Department of Finance (the "DOF") of the Housing Successor's designations and commitments shall be limited to a determination that the designations and commitments are consistent with bond covenants and that there are sufficient funds available therefore; and

**WHEREAS**, pursuant to Resolution No. 24,084, adopted on February 3, 2015, the City Council of the City, acting in its capacity as the Housing Successor, requested the transfer of Bond Proceeds in the amount of \$14,856,122 to the Housing Successor to finance low and moderate income housing developments in the community and pursuant to Resolution No. 2015-005, adopted on March 3, 2015, the Oversight Board approved such transfer; and

WHEREAS, the Successor Agency prepared and submitted to the Oversight Board and the DOF, ROPS 15-16A for the ROPS Period commencing July 1, 2015 (the "ROPS 15-16A Period") and by Resolution No. 2-15-05, adopted on March 3, 2015, the Oversight Board approved ROPS 15-16A. Included in ROPS 15-16A per various ROPS Items are designations of Bond Proceeds for affordable housing projects; and

WHEREAS, the Housing Successor and the Successor Agency desire to enter into a Housing Bonds Proceeds Funding Agreement (the "Agreement") to provide for the transfer of a portion of the Bond Proceeds in the aggregate amount of \$9,370,513 to the Housing Successor for Item Nos. 11, 12, 14, 20, 51, 53, 54, 55, 121, 167, 170 and 176 on ROPS 15-16A, to be used by the Housing Successor in a manner consistent with the covenants relating to the 2010A Bonds. Notwithstanding anything to the contrary in City Council Resolution No. 24,084 or Oversight Board Resolution No. 2015-005, the Housing Successor may use such transferred portion of Bond Proceeds for projects that are consistent with the covenants in the Trust Agreement and all applicable law and for which there are sufficient funds available therefore.

NOW, THEREFORE, THE BOARD OF DIRECTORS OF THE SUCCESSOR AGENCY TO THE COMMUNITY REDEVELOPMENT AGENCY OF THE CITY OF COMPTON HEREBY RESOLVES AS FOLLOWS:


Section 1. The above recitals are true and correct and are a substantive part of this Resolution.

Section 2. The Agreement, in the form attached hereto as Exhibit A, is hereby approved. The Executive Director, upon the advice and approval of Agency Counsel is hereby authorized to execute and deliver, for and in the name of the Successor Agency, the Agreement in substantially such form, with changes therein as may be approved (such approval to be conclusively evidenced by the execution and delivery thereof).

Section 3. The Oversight Board is hereby requested to approve the Successor Agency's execution and delivery of the Agreement. The Secretary of the Successor Agency is hereby directed to transmit this Resolution to the Oversight Board for consideration at the earliest possible date.

Section 4. The upon the advice and approval of Agency Counsel, the Executive Director and all other authorized officers of the Successor Agency are hereby authorized, jointly and severally, to do all things and execute and deliver any and all such documents and instruments which they may deem necessary or proper to effectuate the purposes of this Resolution and the Agreement, and any such actions previously taken by such officers are hereby ratified and confirmed.

ADOPTED this 3rd day of June, 2015.

  
CHAIRPERSON OF THE SUCCESSOR AGENCY  
TO THE COMMUNITY REDEVELOPMENT  
AGENCY OF THE CITY OF COMPTON

RESOLUTION NO. 52

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ATTEST:

SECRETARY OF THE SUCCESSOR AGENCY  
TO THE COMMUNITY REDEVELOPMENT  
AGENCY OF THE CITY OF COMPTON

STATE OF CALIFORNIA )  
COUNTY OF LOS ANGELES ) ss  
CITY OF COMPTON )

I, Alita Godwin, Secretary of the Successor Agency to the Community Redevelopment Agency of the City of Compton, hereby certify that the foregoing Resolution was adopted by the Successor Agency, signed by the Chairman, and attested by the Secretary at a regular meeting thereof held on the 3rd day of June, 2015.

That said Resolution was adopted by the following vote, to wit:

AYES: COMMISSIONERS- Zurita, Galvan, Arceneaux, Jones, Brown  
NOES: COMMISSIONERS- None  
ABSENT: COMMISSIONERS- None  
ABSTAIN: COMMISSIONERS- None

SECRETARY OF THE SUCCESSOR AGENCY  
TO THE COMMUNITY REDEVELOPMENT  
AGENCY OF THE CITY OF COMPTON

RESOLUTION NO. 24,084

**A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF COMPTON  
SERVING IN THE CAPACITY OF HOUSING SUCCESSOR AGENCY  
REQUESTING THE TRANSFER OF AVAILABLE 2010 TAX ALLOCATION  
BOND PROCEEDS (SERIES A HOUSING BONDS) TO FUND AFFORDABLE  
HOUSING PROGRAMS IN THE COMMUNITY**

**WHEREAS**, pursuant to Resolution No.23,464, adopted by the City Council on January 17, 2012, the City agreed to serve as the Successor Agency to the Community Redevelopment Agency of the City of Compton ("Successor Agency") commencing upon dissolution of the Redevelopment Agency on February 1, 2012, pursuant to Assembly Bill x1 26 ("AB 26"). Pursuant to Resolution No. 23,498, adopted by the City Council on February 12, 2012, the Council also elected to serve as the Housing Successor to the former Redevelopment Agency and perform housing functions of the Redevelopment Agency; and

**WHEREAS**, on April 9, 2014, the California Department of Finance approved the transfer of certain Successor Agency-owned housing assets to the Housing Successor to facilitate production, preservation and improvement of affordable housing for the benefit of low to moderate income households in the community; and

**WHEREAS**, Health and Safety Code Section 34176(g) provides that the entity assuming the housing functions of a former redevelopment agency (the "**Housing Successor**") may also designate the use of the Successor Agency's tax allocation bonds issued prior to January 1, 2011 to fund affordable housing programs consistent with bond covenants and obligation (hereafter, "**Available Housing Bond Proceeds**"); and

**WHEREAS**, Health and Safety Code Section 34176(g) further provides that the Successor Agency must transfer available bond proceeds to the Housing Successor upon request from the Housing Successor. Such funds must be listed separately on the ROPS and used in accordance with applicable housing-related provision of the CRL; and

**WHEREAS**, according to the Successor Agency's bond trustee, there remains an available balance of the Series 2010A housing bond proceeds in the amount of \$14,856,122 under the control of the Successor Agency designated to provide financing for low and moderate income housing in a manner designed to increase, improve, and preserve affordable housing as well as comply with certain covenants in the indenture relating to the maintenance of the tax-exemption of the interest on the Housing Bonds; and

**WHEREAS**, the Housing Successor desires to use the available housing bond proceeds to provide financing for low and moderate income housing purposes in a manner designed to provide: (i) down payment assistance to first time homebuyers to expand production of homeownership opportunities in the community (ii) deferred equity rehabilitation loans for homeowners. These funds have been identified in the Successor Agency's Due Diligence Review (DDR) Report – Housing Funds as "Restricted funds" meaning the affordability restrictions would be placed on these developments as defined and referenced or allowed pursuant to the bond covenants.

**NOW, THEREFORE, THE CITY COUNCIL OF THE CITY OF COMPTON,  
ACTING IN THE CAPACITY OF THE HOUSING SUCCESSOR HEREBY RESOLVES  
AS FOLLOWS:**

**Section 1.** That the above recitals are true and correct and are a substantive part of this Resolution.

**Section 2.** That the Housing Successor hereby requests the transfer of certain bond proceeds in the amount of \$14,856,122 (Series A Housing Bonds) from the Successor Agency to the Community Redevelopment Agency of the City of Compton to the Housing Successor to finance low and moderate income housing developments in the community.

**Section 3.** That pursuant to the Health and Safety Code, the Housing Successor assumes all rights, powers, duties, and obligations associated with the housing activities of the former Community Redevelopment Agency (Now, the Successor Agency) related to the transferred housing assets.

**Section 4.** That the officers and staff of the City are hereby authorized and directed, jointly and severally, to execute and record documents and instruments and to do any and all other things which they may deem necessary or advisable to effectuate this Resolution.

**Section 5.** That a copy of this Resolution shall be filed in the offices of the City Clerk, City Manager, City Controller, City Attorney and the Successor Agency.

**Section 6.** That the Mayor shall sign and the City Clerk shall attest to the adoption of this Resolution.

ADOPTED this 3rd day of February, 2015.

  
MAYOR OF THE CITY OF COMPTON

ATTEST:

  
CITY CLERK OF THE CITY OF COMPTON

STATE OF CALIFORNIA  
COUNTY OF LOS ANGELES  
CITY OF COMPTON: ss

I, Alita Godwin, City Clerk of the City of Compton, hereby certify that the foregoing Resolution was adopted by the City Council, signed by the Mayor, and attested by the City Clerk at the regular meeting thereof held on the 3rd day of February, 2015.

That said Resolution was adopted by the following vote, to wit:

AYES: COUNCIL MEMBERS- Zurita, Galvan, Arceneaux, Jones, Brown  
NOES: COUNCIL MEMBERS- None  
ABSENT: COUNCIL MEMBERS- None

  
CITY CLERK OF THE CITY OF COMPTON